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A96000001783

ACCOUNT NO. : 072100000032

REFERENCE : 099319 8749A

AUTHORIZATION : Patricia Pizzuh

COST LIMIT : \$ 1837.50

ORDER DATE : September 26, 1996

ORDER TIME : 9:23 AM

ORDER NO. : 099319

CUSTOMER NO: 8749A

300001957573

CUSTOMER: Robert L. Schimmel, Esq
HESSEN SCHIMMEL & DE CASTRO,
P.A.
Madison Circle, Penthouse 2
3191 Coral Way
Miami, FL 33145

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 26 PM 1:36

DOMESTIC FILING

NAME: LAKES AT LA PAZ III LIMITED
PARTNERSHIP

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

9/26/96

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B/K

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
LAKES AT LA PAZ III LIMITED PARTNERSHIP**

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I, the undersigned General Partner, desiring to form a Limited Partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), do hereby certify:

1. The name of the Limited Partnership is:

Lakes at La Paz III Limited Partnership

2. The address of the office of the Limited Partnership is:

c/o Wenzel Investment Co.
80 S.W. 8th Street, Suite 2800
Miami, Florida 33130

3. The name and address of the agent for service of process required to be maintained by Section 620.105, Florida Statutes, is:

Robert L. Schimmel, Esq.
Hessen, Schimmel & De Castro, P.A.
3191 Coral Way, Ph-2
Miami, Florida 33145

4. The name and business address of the sole General Partner is:

Wenzel Investment Co.
Peter Wenzel, President
80 S.W. 8th Street, Suite 2800
Miami, Florida 33130

652548

5. The mailing address for the Limited Partnership is:

c/o Wenzel Investment Co.
80 S.W. 8th Street, Suite 2800
Miami, Florida 33130

6. The latest date upon which the Limited Partnership is to dissolve is December 31, 2006.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on this 25 day of September, 1996 by Peter Wenzel, President of Wenzel Investment Co., as sole General Partner of Lakes at La Paz III Limited Partnership.



Peter Wenzel, President
Wenzel Investment Co., General Partner

**ACCEPTANCE OF APPOINTMENT AS AGENT
FOR SERVICE OF PROCESS**

Having been named in the foregoing Certificate of Limited Partnership as the agent for service of process upon Lakes at La Paz III Limited Partnership, as required by Section 620.105, Florida Statutes, I hereby consent to such appointment and agree to accept service of process for said Limited Partnership, to accept the obligations imposed upon me by Section 620.192, Florida Statutes, and to comply with any and all statutes relative to the complete and proper performance of the duties of agent for service of process.



Robert L. Schimmel

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

I, **PETER WENZEL**, President of Wenzel Investment Co., as sole General Partner of Lakes at La Paz III Limited Partnership, certify under oath as follows:

1. The amount of capital contribution made to the Limited Partnership by the General Partner is \$ 50,000.
2. The total amount anticipated to be contributed to the Limited Partnership by the Limited Partners is \$ 650,000.

Under penalty of perjury, I declare that I have read the foregoing and that to the best of my knowledge and belief, the facts stated are true.


Peter Wenzel, Affiant

STATE OF FLORIDA }
 } ss
COUNTY OF DADE }

BEFORE ME, the undersigned authority, personally appeared Peter Wenzel, President of Wenzel Investment Co., who is known to me, and after being duly sworn, executed the foregoing Certificate and Affidavit of Capital Contributions as General Partner on behalf of Lakes at La Paz III Limited Partnership on this 25 day of September, 1996.


Notary Public, State of Florida



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